



Federal-Mogul Goetze (India) Limited
A Tenneco Group Company
Corporate Office : Paras Twin Towers,
10th Floor, Tower B, Sector 54,
Golf Course Road, Gurugram - 122 002
Tel. : (91-124) 4784530 • Fax : (91-124) 4292840

Date: 20th September 2022

1. Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai 400001
2. Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No. C/1, G Block,
Bandra-Kurla Complex
Bandra (East), Mumbai 400051

Subject: Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 - Outcome of 67th Annual General Meeting

Dear Sir/ Ma'am,

Pursuant to Regulation 30 of the Securities Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed the proceedings of the 67th Annual General Meeting of the Company held on Tuesday, 20th September 2022 at 11:00 a.m. through video conferencing.

Thanking you,

Yours faithfully,

For **Federal-Mogul Goetze (India) Limited**

(Dr. Khalid Iqbal Khan)
Whole-time Director-Legal & Company Secretary

Encl.: As above

CC:

National Securities Depository Limited
Trade World, 4th Floor
Kamala Mills Compound
Lower Parel, Mumbai 400 013

Central Depository Services (India) Limited
Marathon Futurex A-Wing
25th Floor NM Joshi Marg,
Lower Parel, Mumbai 400 013

Corporate Identification Number: L74899DL1954PLC002452
Regd. Office : DLF Prime Towers 10 Ground Floor, F 79 & 80, Okhla Phase - I, New Delhi - 110 020
Tel. : (91-11) 49057597 • Fax : (91-11) 49057597
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PROCEEDINGS OF THE 67TH ANNUAL GENERAL MEETING OF THE MEMBERS OF FEDERAL-MOGUL GOETZE (INDIA) LIMITED HELD ON TUESDAY, THE 20TH DAY OF SEPTEMBER 2022 AT 11.00 A.M. THROUGH VIDEO CONFERENCING

Present:

Mr. K. N. Subramaniam	- Chairman & Independent Director
Mr. Vinod Kumar Hans	- Whole-time Managing Director
Mr. Manish Chadha	- Chief Financial Officer & Finance Director
Dr. Khalid Iqbal Khan	- Whole-time Director-Legal & Company Secretary
Mr. Rajesh Sinha	- Whole-time Director
Mr. KCS Pillai	- Independent Director and Chairman of Audit Committee
Ms. Nalini Jolly	- Independent Director
Mr. Stephen Shaun Merry	- Director
Walker Chandiook & Co.	-Statutory Auditors-Represented by Mr. Ankit Mehra
Deepika Gera	-Secretarial Auditor-Represented by Ms. Deepika Gera

Quorum:

After ascertaining that the presence of the requisite quorum for the meeting, the Chairman called the meeting to order.

Mr. K. N. Subramaniam, Chairman, welcomed the Members to the Meeting. The present Directors gave their brief introduction. The Chairman informed the shareholders that Mr. Sunit Kapur couldn't join due to some personal reasons. The Chairman thereafter read out his address to the Shareholders.

Notice:

The notice convening the 67th Annual General Meeting, having been already circulated, was taken as read with the permission of the members present. He further informed that there are no qualifications in the Auditors' Report and thus, it was not required to be read.

Dr. Khalid Iqbal Khan, Company Secretary and Whole-Time Director-Legal, informed that the 67th AGM of the Company was conducted through video conferencing in accordance with the circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India. He then welcomed the shareholders who were participating in the meeting through video conferencing and briefed them about certain important points regarding video conferencing. Thereafter, he requested the Chairman, Mr. K. N. Subramaniam to chair the meeting.

He also informed that the requisite registers and documents would be available electronically for inspection by members. The Company Secretary also informed that the Company had provided facility for voting through remote e-voting and e-voting during the AGM and participation in the AGM through video conferencing facility through the portal of National Securities Depository Limited (NSDL).

The Chairman addressed the queries/questions of the shareholders who had duly registered themselves as speaker shareholders atleast 48 hours before the commencement of the AGM. Thereafter, he apprised the members that the voting on NSDL platform was available and the members who had not cast their vote could do so.

The Chairman informed that the Board had appointed Advocate Abhishek Bansal as Scrutinizer to supervise the e-voting process.

The shareholders cast their votes in respect of the following Agenda items:-

ORDINARY BUSINESS

- ITEM NO. 1:** To receive, consider and adopt the Audited financial statements including Consolidated financial statements of the Company for the financial year ended 31st March 2022 and Reports of the Directors' and Auditors' thereon.
- ITEM NO. 2:** To appoint a Director in place of Mr. Manish Chadha (DIN: 07195652) who retires by rotation and being eligible, offers himself for re-appointment.
- ITEM NO. 3:** To appoint a Director in place of Mr. Sunit Kapur (DIN:03435110) who retires by rotation and being eligible, offers himself for re-appointment.
- ITEM NO. 4:** To appoint Deloitte Haskins & Sells, LLP as Statutory Auditors from the conclusion of this Annual General Meeting until the conclusion of the Annual General Meeting to be held in the calendar year 2027 and to fix their remuneration.

SPECIAL BUSINESS

- ITEM NO. 5:** Ratification of Remuneration to Cost Auditor for the financial year 2022-23.
- ITEM NO. 6:** Re-appointment of Ms. Nalini Jolly (DIN: 08520132) as an Independent Director for the Second Term.
- ITEM NO. 7:** Approval of enhancement of tenure of Mr. Sundareshan Kanakku Chembakaraman Pillai as an Independent Director on the Board of the Company.
- ITEM NO. 8:** Re-appointment of Mr. Vinod Kumar Hans as the Whole-Time Managing Director of the Company with effect from January 1, 2022, including terms of re-appointment thereto.
- ITEM NO. 9:** Re-appointment of Mr. Rajesh Sinha as a Whole Time Director of the Company with effect from January 1, 2022, including terms of Re-Appointment thereto.
- ITEM NO. 10:** Re-Appointment of Mr. Manish Chadha as the CFO & Whole-Time Director-Finance of the Company with effect from February 5, 2022, including terms of Re-Appointment thereto.

Thereafter, the Chairman authorized Dr. Khalid Iqbal Khan, the Company Secretary, to declare the result of the voting and informed that the results shall be uploaded on the website of the Company and Stock Exchanges within 48 hours from the conclusion of the AGM.

The Chairman, thereafter, thanked all the attendees and the members for their participation and wished for their good health.

There being no other business, the meeting ended with a vote of thanks to the Chair.

The meeting concluded at 12:41 PM after being open for 15 minutes for e-voting to be completed.

(DR. KHALID IQBAL KHAN)
Whole-time Director-Legal & Company Secretary

Place : Gurugram

Date : 20th September, 2022